

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re:)
) Chapter 11
)
DELPHI CORPORATION, et al.,) Case No. 05-44481 (RDD)
)
)
)
Debtor.) (Jointly Administered with Delphi
) Automotive Systems, LLC, Case
) No. 05-44640)
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**NOTICE REGARDING TRANSFER OF CLAIM
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 3001(e)(2)**

1. TO: **MERRILL LYNCH CREDIT PRODUCTS, LLC** ("Transferor")
4 World Financial Center, 7th Floor
New York, New York 10080
Attn: Christopher Moon
Phone: (212) 449-4969
Fax: (646) 736-5217
2. Your general unsecured claim against Delphi Automotive Systems, LLC (or any of its operating subsidiaries), a debtor and debtor-in-possession in the above-captioned case, as evidenced by proof of claim No. 14137, in the amount of \$2,752,068.75 (such proof of claim, as amended, attached hereto as Exhibit A), has been transferred, pursuant to the terms of the Evidence of Transfer of Claim (attached hereto as Exhibit B), to Transferee, its successors and assigns, with offices located at:

SPECIAL SITUATIONS INVESTING GROUP, INC. ("Transferee")
c/o Goldman, Sachs & Co.
85 Broad Street – 27th Floor
New York, NY 10004
Attn: Al Dombrowski
Phone: (212) 357-5126
Fax: (212) 902-4103

All distributions and notices regarding the transferred portion of the claim should be sent to the Transferee at the instructions attached in Exhibit C.

3. No action is required if you do not object to the transfer of your claim. However, **IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE, YOU MUST:**

-- **FILE A WRITTEN OBJECTION TO THE TRANSFER** with:

United States Bankruptcy Court
Southern District of New York
Attn: Clerk of Court
Alexander Hamilton Custom House
One Bowling Green
New York, NY 10004-1408

-- **SEND A COPY OF YOUR OBJECTION TO THE TRANSFeree.**

-- Refer to **INTERNAL CONTROL NO.** _____ in your objection and any further correspondence related to this transfer.

4. If you file an objection, a hearing will be scheduled. **IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFeree WILL BE SUBSTITUTED FOR THE TRANSFEROR ON OUR RECORDS AS A CLAIMANT IN THIS PROCEEDING.**

CLERK

FOR CLERK'S OFFICE USE ONLY:

This notice was mailed to the first named party, by first class mail, postage prepaid on _____, 2006.

INTERNAL CONTROL NO. _____

Copy: (check) Claims Agent ____ Transferee ____ Debtor's Attorney ____

Deputy Clerk

EXHIBIT A

PROOF OF CLAIM NO. 14137

FORM B10 (Official Form 10) (04/05)

UNITED STATES BANKRUPTCY COURT <u>Southern</u> DISTRICT OF <u>New York</u>		PROOF OF CLAIM
Name of Debtor <u>Delphi Automotive Systems LLC</u>		Case Number <u>05-44640</u>
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (The person or other entity to whom the debtor owes money or property): <u>SPCP Group, LLC, as assignee of:</u> <u>Fujikoki America, Inc.</u>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.
Name and address where notices should be sent: <u>Two Greenwich Plaza, 1st Floor</u> <u>Greenwich, CT 06830</u> <u>Attn: Brian Jarman</u> <u>e-mail: bjarman@silverpointcapital.com</u> <u>Telephone number: (203) 542-4032</u>		
Account or other number by which creditor identifies debtor:		THIS SPACE IS FOR COURT USE ONLY
Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated: _____		
1. Basis for Claim <input checked="" type="checkbox"/> Goods Sold / Services Performed <input type="checkbox"/> Customer Claim <input type="checkbox"/> Taxes <input type="checkbox"/> Money Loaned <input type="checkbox"/> Personal Injury <input type="checkbox"/> Other _____ <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)		
2. Date debt was incurred: <u>1/1/05 - 10/7/05</u>		3. If court judgment, date obtained:
4. Total Amount of Claim at Time Case Filed: \$ <u>2,752,068.75</u> (unsecured) (secured) (priority) <u>\$2,752,068.75</u> (Total) If all or part of your claim is secured or entitled to priority, also complete Item 5 or 7 below. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
5. Secured Claim. <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____		7. Unsecured Priority Claim. <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000)* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). <small>*Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment. \$10,000 and 180-day limits apply to cases filed on or after 4/20/05. Pub. L. 109-8.</small>
6. Unsecured Nonpriority Claim <u>\$2,752,068.75</u> <input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		THIS SPACE IS FOR COURT USE ONLY
8. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		
9. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
10. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim		
Date <u>7/26/05</u>	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): <u>M Galt</u> Michael A. Gatto Authorized Signatory	

SECOND AMENDED EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, Fujikoki America, Inc. ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to SPCP GROUP, L.L.C., as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, Ltd., ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, pre-petition claims in the aggregate amount of \$2,752,068.75 (the "Assigned Claim"), against Delphi Automotive Systems, LLC, ("Debtor"), debtor-in-possession in Case No.05-44640 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee. This Second Amended Evidence of Transfer of Claim supersedes and renders ineffective any other Evidence of Transfer of Claim or amendment thereto of prior date executed by Assignor.

IN WITNESS WHEREOF, this Second Amended Evidence of Transfer of Claim is executed on July 24, 2006.

FUJIKOKI AMERICA, INC.

By: Donnie J. Anderson
Name: Donnie Anderson
Title: VP Personnel & Accounting

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E-DACOR UNPAID SEARCH RESULTS
Search Results For Duns Number: RD 106782246

Click the Down Arrow Icon to View Part Detail
Click the Camera Icon to View Image (not available on 9000 series process numbers)

View Detail/ Image	Process #	Plant Code	Doc Type	Document #	Document Date	Total Amount	Currency Code	Bill Of Lading	Purchase Order #	Status	Due Date/ Payment Date	Payment #
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9000031409907	J2	02	5203467515001	08/19/2005	\$1,375.20	USD	13295	D0550054540	Ready To Pay	10/02/2005	000000000
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9000031427940	J2	02	5203481743001	08/22/2005	\$38,964.00	USD	13344	D0550027715	Ready To Pay	10/02/2005	000000000
9000031427941	J2	02	5203481765001	08/22/2005	\$4,452.00	USD	13376	D0550027719	Ready To Pay	10/02/2005	000000000
9000031427942	J2	02	5203481766001	08/22/2005	\$1,031.40	USD	13385	D0550054540	Ready To Pay	10/02/2005	000000000
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9000031471034	J7	02	5203497593001	08/24/2005	\$4,011.00	USD	13393	D0550027720	Ready To Pay	10/02/2005	000000000
9000031471035	J7	02	5203497594001	08/24/2005	\$12,376.80	USD	12948	D0550071847	Ready To Pay	10/02/2005	000000000
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9000031471037	J7	02	5203497597001	08/24/2005	\$4,813.20	USD	13274	D0550053316	Ready To Pay	10/02/2005	000000000
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9000031495127	J2	02	5203511548001	08/26/2005	\$11,448.00	USD	13378	D0550027719	Ready To Pay	10/02/2005	000000000
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9000031745617	J2	02	5203644129001	09/16/2005	\$36,964.00	USD	13780	D0550027715	Ready To Pay	12/31/2049	000000000
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9000031830608	J7	02	5203661813001	09/23/2005	\$4,813.20	USD	13677	D0550053316	Ready To Pay	12/31/2049	000000000
9000031830609	J7	02	5203661866001	09/23/2005	\$6,532.20	USD	13613	D0550071847	Ready To Pay	12/31/2049	000000000
9000031830610	J7	02	5203661974001	09/23/2005	\$8,022.00	USD	13664	D0550027720	Ready To Pay	12/31/2049	000000000
9000031830611	J7	02	5203665512001	09/24/2005	\$4,011.00	USD	13673	D0550027720	Ready To Pay	12/31/2049	000000000
9000031830612	J7	02	5203665513001	09/24/2005	\$4,813.20	USD	13678	D0550053316	Ready To Pay	12/31/2049	000000000
9000031847274	J2	02	5203702869001	09/26/2005	\$3,498.00	USD	13845	D0550027719	Ready To Pay	12/31/2049	000000000
9000031847275	J2	02	5203702870001	09/26/2005	\$636.00	USD	13849	D0550027716	Ready To Pay	12/31/2049	000000000
9000031847276	J2	02	5203702871001	09/26/2005	\$38,964.00	USD	13878	D0550027715	Ready To Pay	12/31/2049	000000000
9000031847277	J2	02	5203702872001	09/26/2005	\$1,031.40	USD	13854	D0550054540	Ready To Pay	12/31/2049	000000000
9000031847278	J2	02	5203704717001	09/26/2005	\$4,134.00	USD	13882	D0550027718	Ready To Pay	12/31/2049	000000000
8000031847279	J2	02	5203704718001	09/26/2005	\$38,964.00	USD	13897	D0550027715	Ready To Pay	12/31/2049	000000000
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9000031859178	J2	02	5203712280001	09/27/2005	\$16,817.00	USD	12287	D0550027715	Ready To Pay	12/31/2049	000000000
9000031859179	J2	02	5203712887001	09/27/2005	\$38,964.00	USD	13988	D0550027715	Ready To Pay	12/31/2049	000000000
9000031859180	J2	02	5203712888001	09/27/2005	\$1,272.00	USD	13983	D0550027718	Ready To Pay	12/31/2049	000000000
9000031859181	J2	02	5203712889001	09/27/2005	\$687.60	USD	13991	D0550053316	Ready To Pay	12/31/2049	000000000
9000031859182	J7	02	5203711053001	09/27/2005	\$4,813.20	USD	13979	D0550054540	Ready To Pay	12/31/2049	000000000
9000031859183	J7	02	5203713771001	09/27/2005	\$14,439.60	USD	12952	D0550071847	Ready To Pay	12/31/2049	000000000
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9000031874325	J2	02	5203721929001	09/28/2005	\$40,110.00	USD	13999	D0550027715	Ready To Pay	12/31/2049	000000000
9000031874326	J2	02	5203721930001	09/28/2005	\$3,498.00	USD	13984	D0550027719	Ready To Pay	12/31/2049	000000000
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9000031914010	J2	02	5203736517001	09/30/2005	\$318.00	USD	13988	D0550027716	Ready To Pay	12/31/2049	000000000
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●	9000031914012	J2	02	5203736519001	09/30/2005	\$3,816.00	USD	13985	D0550027719	Ready To Pay	12/31/2049	000000000
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●	9000031914017	J2	02	5203740279001	09/30/2005	\$3,488.00	USD	13986	D0550027719	Ready To Pay	12/31/2049	000000000
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●	9000031914019	J7	02	5203737806001	09/30/2005	\$4,297.50	USD	14123	D0550027720	Ready To Pay	12/31/2049	000000000
●	9000031914020	J7	02	5203740121001	09/30/2005	\$19,440.00	USD	13873	D0550029162	Ready To Pay	12/31/2049	000000000
●	9000031914021	J7	02	5203740122001	09/30/2005	\$9,720.00	USD	13872	D0550029162	Ready To Pay	12/31/2049	000000000
●	9000031930575	J2	02	5203751487001	10/03/2005	\$854.00	USD	14137	D0550027715	Ready To Pay	12/31/2049	000000000
●	9000031930576	J2	02	5203751490001	10/03/2005	\$34,380.00	USD	14145	D0550027715	Ready To Pay	12/31/2049	000000000
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9000031993841	J2	02	5203782697001	10/07/2005	\$318.00	USD	14139	D0550027716	Ready To Pay	12/31/2049	0000000000
9000031993842	J2	02	5203782699001	10/07/2005	\$36,672.00	USD	14166	D0550027715	Ready To Pay	12/31/2049	0000000000
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9000031993851	J2	02	5203785847001	10/07/2005	\$36,672.00	USD	14168	D0550027715	Ready To Pay	12/31/2049	0000000000
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9000032522666	J7	02	5204126078001	11/28/2005	\$0,720.00	USD	ASN14832	D0550029162	Ready To Pay	01/02/2006	0000000000
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9000032605508	J2	04	ESD520418602001	12/05/2005	(\$386.60)	USD	14114	D0550064540	Ready To Pay	12/07/2005	0000000000
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EXHIBIT B

EVIDENCE OF TRANSFER OF CLAIM

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
	:	
In re:	:	
	:	
Delphi Automotive Systems, LLC,	:	Chapter 11
	:	Case No. 05-44481
Debtors.	:	(Jointly Administered)
	:	
-----X		

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **Merrill Lynch Credit Products, LLC** ("Assignor"), as assignee of SPCP GROUP, L.L.C., as Agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund Ltd. (which was itself assignee of Fujikoki America, Inc.), hereby unconditionally and irrevocably sells, transfers and assigns to **SPECIAL SITUATIONS INVESTING GROUP, INC.** ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its general unsecured claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) in the total amount of \$2,752,068.75 against Delphi Automotive Systems, LLC or any one of its operating subsidiaries, the debtor-in-possession in the chapter 11 reorganization case entitled, *In re: Delphi Automotive Systems, LLC*, Chapter 11 Case, Case No. 05-44481 pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all proofs of claim assigned to Assignor by the previous owner thereof and any and all notices of Evidence of Transfer filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim, Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

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IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM IS
EXECUTED THIS 10th day of November, 2006.

MERRILL LYNCH CREDIT PRODUCTS, LLC

By:  

Name: *Ronald Tarok*
Title: *Vice President*

**SPECIAL SITUATIONS INVESTING GROUP,
INC.**

By: 

Name: **Brian Clarke**
Title: **Authorized Signatory**

EXHIBIT C

Address for Notices:

Special Situations Investing Group, Inc.
c/o Goldman, Sachs & Co.
85 Broad Street – 27th Floor
New York, NY 10004
Attn: Albert Dombrowski

Wire Instructions:

Chase NY
ABA # 021000021
A/C Name: Special Situations Investing Group, Inc.
A/C # 066906601
Ref: Delphi Claims
Attn: Philip Green